Massachusetts Division of Insurance Annual Report of Membership in Insured Preferred Provider Plans by Plan Type as of December 31, 2002

	DENTAL Insured	Barnstable	Berkshire	Bristol	Dukes	Essex	Franklin	Hampden	Hampshire	Middlesex	Nantucket	Norfolk	Plymouth	Suffolk	Worcester	MA
	Preferred Provider Plan Members ¹	Members at	Total 2002													
	By County	End of 2002	Members													
1	Aetna Life Insurance Company	1,066	453	4,058	23	5,793	73	2,219	232	13,203	42	5,624	3,806	6,651	4,332	47,575
2	Altus Dental Insurance Company, Inc.	291	54	2,574	12	488	77	283	253	1,307	3	1,132	799	737	1,156	9,166
3	Ameritas Life Insurance Corporation ²	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
4	Blue Cross and Blue Shield of Massachusetts, Inc.	208	44	392	14	740	45	239	136	1,788	2	811	432	426	2,168	7,445
5	Connecticut General Life Insurance Company	469	59	276	0	549	5	13	15	292	1	824	143	333	12,220	15,199
6	Dental Service of Massachusetts, Inc. ³	739	240	3,654	8	3,960	587	1,063	1,349	11,907	1	7,026	5,311	8,978	3,207	48,030
7	Fortis Benefits Insurance Company	0	0	84	0	66	0	5	0	1,403	0	572	4,329	140	639	7,238
8	GE Group Life Assurance Company ⁴	0	0	0	0	239	0	0	0	612	0	69	40	91	0	1,051
9	(The) Guardian Life Insurance Company of America	1,370	4,894	5,906	0	14,065	536	8,132	1,773	55,643	0	16,578	7,992	22,820	14,213	153,922
10	Metropolitan Life Insurance Company	1,251	726	4,405	0	7,977	1,977	4,508	5,608	17,430	0	6,515	4,764	4,306	7,315	66,782
11	Mutual of Omaha Insurance Company ⁵	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
12	Principal Life Insurance Company	350	58	775	0	904	47	801	0	3,601	0	1,074	450	2,351	992	11,403
13	(The) Prudential Insurance Company of America	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
14	Reliance Standard Life Insurance Company ⁶	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
15	ReliaStar Life Insurance Company	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
16	UniCARE Life and Health Insurance Company	32	2	37	6	100	0	21	7	248	0	81	105	96	82	817
17	United HealthCare Insurance Company	16	0	571	0	11	0	0	0	25	2	60	57	13	15	770
18	United of Omaha Life Insurance Company ⁷	13	0	43	0	177	4	4	2	629	0	176	77	67	217	1,409
	Total DENTAL Plan Members	5,805	6,530	22,775	63	35,069	3,351	17,288	9,375	108,088	51	40,542	28,305	47,009	46,556	370,807
	2002 Massachusetts Population ⁸	228,577	133,462	543,434	15,431	735,606	71,721	459,116	153,399	1,474,160	10,416	656,486	485,747	689,925	770,321	6,427,801
	2002 Market Penetration Rate ⁹	2.54%	4.89%	4.19%	0.41%	4.77%	4.67%	3.77%	6.11%	7.33%	0.49%	6.18%	5.83%	6.81%	6.04%	5.77%

Information reported by carriers offering a DENTAL insured preferred provider plan, based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 2.1," which instructs carriers to exclude members for whom the carrier did not bear any financial risk.

Page 5 As of September 8, 2003

² Ameritas Life Insurance Corporation reported zero insured members as of December 31, 2002.

Doing business as Delta Dental Plan of Massachusetts.

⁴ Effective January 2, 2001 Phoenix American Life Insurance Company changed its name to GE Group Life Assurance Company.

⁵ Mutual of Omaha Insurance Company reported zero insured members as of December 31, 2002.

Reliance Standard Life Insurance Company reported zero insured members as of December 31, 2002.

⁷ United of Omaha Life Insurance Company reported zero insured members as of December 31, 2002.

⁸ 2002 Population Source: Table TCO-EST2002-02-25 Massachusetts County Population Estimates and Population Change: July 1, 2001 to July 1, 2002, Population Division, U.S. Bureau of the Census, April 17, 2003

⁹ Total DENTAL insured preferred provider plan members in each county divided by the 2002 population in each county.